

AKIN GUMP STRAUSS HAUER & FELD LLP

Reginald D. Steer (SBN 056324)
rsteer@akingump.com
Maria Ellinikos (SBN 235528)
mellinikos@akingump.com
580 California Street, 15th Floor
San Francisco, California 94104-1036
Telephone: 415-765-9500
Facsimile: 415-765-9501

WICK, PHILLIPS, GOULD & MARTIN LLP

K. Todd Phillips (admitted *pro hac vice*)
todd.phillips@wickphillips.com
Seema Tendolkar (admitted *pro hac vice*)
seema.tendolkar@wickphillips.com
2100 Ross Avenue, Suite 950
Dallas, Texas 75201
Telephone: 214-692-6200
Facsimile: 214-692-6255

*ATTORNEYS FOR DEFENDANTS TRANSFIRST HOLDINGS, INC.,
TRANSFIRST, LLC AND TRANSFIRST THIRD PARTY SALES, LLC*

IN THE UNITED STATES DISTRICT COURT

FOR THE NORTHERN DISTRICT OF CALIFORNIA

JUST FILM, INC., *et al.*,

Plaintiffs,

vs.

MERCHANT SERVICES, INC., *et al.*,

Defendants.

CASE NO. CV-10-01993-CW

**STIPULATED REQUEST FOR
SUBSTITUTION OF COUNSEL AND
ORDER THEREON**

Pursuant to Local Rule 7-12, Defendants TRANSFIRST HOLDINGS, INC., TRANSFIRST, LLC and TRANSFIRST THIRD PARTY SALES, LLC (collectively, the "TransFirst Defendants") hereby file this Stipulated Request for Substitution of Counsel, and request that this Court substitute Michael T. Carlson (SBN 184674) with the law firm of Geary, Shea, O'Donnell, Grattan & Mitchell P.C. as its attorney of record in this action in place of Reginald D. Steer (SBN 056324) and Maria Ellinikos (SBN 235528) with the law firm of Akin Gump Strauss Hauer & Feld, LLP, 580 California Street, 15th Floor, San Francisco, California 94104-1036, (415) 765-9500 (phone) and (415) 765-9501

(fax). Michael T. Carlson is an active member in good standing of the United States District Court of the Northern District of California.

The TransFirst Defendants request that this Stipulated Request be entered into order, and all pleadings, orders and notices henceforth be served upon Michael T. Carlson at Geary, Shea, O'Donnell, Grattan & Mitchell, P.C., 37 Old Courthouse Square, Fourth Floor, Santa Rosa, CA 95404 (707) 545-1660 (phone); (707) 545-1876 (fax); and mcarlson@gsoglaw.com (email). The TransFirst Defendants will continue to be represented by K. Todd Phillips (admitted pro hac vice) and Seema Tendolkar (admitted pro hac vice) with the law firm of Wick, Phillips, Gould & Martin LLP, 2100 Ross Avenue, Suite 950, Dallas, Texas 75201, (214) 692-6200 (phone) and (214) 692-6255 (fax).

DATED: January 18, 2011

Respectfully submitted,

AKIN GUMP STRAUSS HAUER & FELD LLP

By /s/Maria Ellinikos
Maria Ellinikos

WICK, PHILLIPS, GOULD & MARTIN LLP

By /s/Seema Tendolkar
Seema Tendolkar


*Attorneys for Defendants TRANSFIRST
HOLDINGS, INC., TRANSFIRST, LLC and
TRANSFIRST THIRD PARTY SALES, LLC*

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ORDER

PURSUANT TO THE ABOVE STIPULATION, IT IS SO ORDERED that Michael T. Carlson (SBN 184674) with the law firm of Geary, Shea, O'Donnell, Grattan & Mitchell P.C. is hereby counsel of record in this action for defendants TRANSFIRST HOLDINGS, INC., TRANSFIRST, LLC and TRANSFIRST THIRD PARTY SALES, LLC, and Reginald D. Steer (SBN 056324) and Maria Ellinikos (SBN 235528) with the law firm of Akin Gump Strauss Hauer & Feld, LLP are hereby removed as counsel of record, **as soon as new counsel enter an appearance.**

Dated: 1/19/2011


Honorable Claudia Wilken
United States District Judge

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that the foregoing instrument was served on all counsel of record via ECF electronic delivery on this 18th day of January, 2011.

Adam J. Gutride
adam@gutridesafier.com
 Seth Safier
seth@gutridesafier.com
 Kristen Simpicio
kristen@gutridesafier.com
 GUTRIDE SAFIER LLP
 835 Douglass Street
 San Francisco, California 94114
 Telephone: (415) 336-6545
 Facsimile: (415) 449-6469

*Attorneys for plaintiffs Just Film, Inc.,
 Rainbow Business Services d/b/a Precision
 Tune Auto Care, Burlingame Motors, Inc.,
 Dietz Towing, Inc., The Rose Dress, Inc.,
 Volker von Glasenapp, Jerry Su, Verena
 Baumgartner, Terry Jordan and Lewis Bae*

John M. Heaphy
jheaphy@harrisonheld.com
 HARRISON & HELD, LLP
 333 West Wacker, Suite 1700
 Chicago, Illinois 60606-1250
 Telephone: (312) 753-6160
 Facsimile: (312) 753-6159

*Attorneys for defendants MBF Merchant
 Capital, LLC and William Healy*

Robert N. Webner
rnwebner@vorys.com
 VORYS, SATER, SEYMOUR & PEASE LLP
 52 East Gay Street
 Columbus, OH 43215
 Telephone: (614) 464-8243
 Facsimile: (614) 719-5083

Attorneys for defendant Fifth Third Bank

Michael A. Sweet
MSweet@ml-sf.com
 Shane J. Moses
smoses@ml-sf.com
 McNUTT LAW GROUP
 188 Embarcadero, Suite 800
 San Francisco, California 94105
 Telephone: (415) 995-8475
 Facsimile: (415) 995-8487

*Attorneys for plaintiffs Just Film, Inc.,
 Rainbow Business Services d/b/a Precision
 Tune Auto Care, Burlingame Motors, Inc.,
 Dietz Towing, Inc., The Rose Dress, Inc.,
 Volker von Glasenapp, Jerry Su, Verena
 Baumgartner, Terry Jordan and Lewis Bae*

Lee A. Sherman
lsherman@ctsclaw.com
 Joan E. Trimble
jtrimble@ctsclaw.com
 CALLAHAN THOMPSON SHERMAN &
 CAUDILL LLP
 2601 Main Street, Suite 800 Irvine, CA 92614
 Telephone: (949) 261-2872
 Facsimile: (949) 261-6060

*Attorneys for defendants MBF Merchant
 Capital, LLC and William Healy*

Hayes F. Michel
hmicel@bakerlaw.com
 BAKER & HOSTETLER LLP
 12100 Wilshire Boulevard, 15th Floor
 Los Angeles, CA 90025-7120
 Telephone: (310) 979-8460
 Facsimile: (310) 820-8800

Attorneys for defendant Fifth Third Bank

1 Abraham Y. Skoff
2 askoff@mosessinger.com
3 Jennifer Nigro
4 jnigro@mosessinger.com
5 MOSES SINGER LLP
6 405 Lexington Avenue
New York, NY 10174
Telephone: 212-554-7800
Facsimile: 212-554-7700

7 *Attorneys for defendants MBF Leasing, LLC,*
8 *Northern Funding, LLC, Northern Leasing*
9 *Systems, Inc., Golden Eagle Leasing, LLC,*
10 *Lease Finance Group, LLC, RBL Capital*
Group, LLC, Jay Cohen, Rich Hahn, Sara
Krieger, Lina Kravic and Sam Buono

11 Thomas R. Malcolm
12 trmalcolm@jonesday.com
13 Cary D. Sullivan
14 carysullivan@jonesday.com
15 JONES DAY
16 3161 Michelson Drive, Suite 800 Irvine,
California 926 12-4408 Telephone: (949) 851-
3939
Fax: (949) 553-7539

17 Brian Hershman
18 bhershman@jonesday.com
19 JONES DAY
20 555 South Flower Street
21 Fiftieth Floor
Los Angeles, California 90071-2300
Telephone: (213) 243-2445
Facsimile: (213) 243-2539

22 *Attorneys for defendants Merchant Services,*
23 *Inc., Universal Card, Inc., National Payment*
24 *Processing, Inc., Universal Merchant Services,*
LLC, Jason Moore, Robert Parisi, Nathan
Jurczyk, Alicyn Roy, and Eric Madura

25 I declare under penalty of perjury under the laws of the State of California that the foregoing is true
26 and correct and that this document was executed on January 18, 2011 at Dallas, Texas.

Kevin Gaut
keg@msk.com
Adam Levin
axl@msk.com
MITCHELL SILBERBERG & KNUPP LLP
11377 W. Olympic Boulevard
Los Angeles, CA 90064
Telephone: (310) 312-2000
Facsimile: (310) 312-3100

Attorneys for defendants MBF Leasing, LLC,
Northern Funding, LLC, Northern Leasing
Systems, Inc., Golden Eagle Leasing, LLC,
Lease Finance Group, LLC, RBL Capital
Group, LLC, Jay Cohen, Rich Hahn, Sara
Krieger, Lina Kravic and Sam Buono

James Cai
jcai@sacattorneys.com
Seth Weiner
swiener@sacattorneys.com
SCHEIN & CAI LLP
111 West St. John Street, Suite 1250
San Jose, California 95113
Telephone: (408) 436-0789
Facsimile: (408) 436-0758

Attorneys for defendants Atlas Payment
Processing and Fiona Walshe

27 /s/Seema Tendolkar
28 Seema Tendolkar